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**UNITED STATES DISTRICT COURT
DISTRICT OF NEW JERSEY**

<p>SCHWAB CAPITAL TRUST, <i>et al.</i>,</p> <p>Plaintiffs,</p> <p>v.</p> <p>CELGENE CORPORATION, <i>et al.</i>,</p> <p>Defendants.</p>	<p>Civil Case No. 2:20-cv-3754-JMV-JBC</p>
<p>CALIFORNIA PUBLIC EMPLOYEES' RETIREMENT SYSTEM,</p> <p>Plaintiff,</p> <p>v.</p> <p>CELGENE CORPORATION, <i>et al.</i>,</p> <p>Defendants.</p>	<p>Civil Case No. 21-cv-9606-JMV-JBC</p>
<p>DFA INVESTMENT DIMENSIONS GROUP INC., <i>et al.</i>,</p> <p>Plaintiffs,</p> <p>v.</p> <p>CELGENE CORPORATION, <i>et al.</i>,</p> <p>Defendants.</p>	<p>Civil Action No. 21-cv-13739-JMV-JBC</p>

AMERICAN CENTURY MUTUAL FUNDS, INC., <i>et al.</i> , Plaintiffs, v. CELGENE CORPORATION, <i>et al.</i> , Defendants.	Civil Action No. 21-cv-13785-JMV-JBC
GIC PRIVATE LIMITED, Plaintiff, v. CELGENE CORPORATION, <i>et al.</i> , Defendants.	Civil Case No. 21-cv-16767-JMV-JBC

**STIPULATION AND ~~PROPOSED~~ ORDER CONSOLIDATING
CASES FOR PRE-TRIAL PURPOSES**

WHEREAS, in each of the above-captioned actions (the “Direct Actions”), the plaintiff or plaintiffs in such action assert causes of action under Sections 10(b) of the Securities Exchange Act of 1934, 15 U.S.C. § 78j(b), and the Rule 10b-5 promulgated thereunder, 17 C.F.R. § 240.10b-5, against Celgene Corp., Scott A. Smith, Terrie Curran, and Phillipe Martin (“Defendants”);

WHEREAS, all of the Direct Actions have been filed in the United States District Court for the District of New Jersey, were stated to be related to the class action *In re Celgene Corp. Sec. Litig.*, Civil Case No. 18-cv-04772 (JMV) (JBC) (D.N.J.) (the “Class Action”), and have been assigned to the same District Judge and Magistrate Judge as each other and as the Class Action;

WHEREAS, all of the Direct Actions assert the same causes of action against the same Defendants relating to the same alleged misrepresentations;

WHEREAS, the plaintiffs in the Direct Actions (“Plaintiffs”) are all represented by Lite DePalma Greenberg & Afanador, LLC and Grant & Eisenhofer P.A.;

WHEREAS, on June 21, 2021, the parties in *Schwab Capital Trust, et al. v. Celgene Corp., et al.*, Civil Case No. 2:20-cv-3754 (“*Schwab*”), one of the Direct Actions, submitted a proposed joint discovery plan (*Schwab*, ECF No. 24) in which the parties agreed, among other things, that Defendants would produce discovery in the Class Action, and that Plaintiffs would not seek any

additional discovery except potentially for non-duplicative discovery relating to one alleged misstatement that is not at issue in the Class Action;

WHEREAS, on June 24, 2021, the Court held a conference in the *Schwab* action, and that same day issued an order that, *inter alia*, stated that “[t]he parties have agreed to voluntarily exchange discovery from the parallel class action litigation, Civ. No. 18-4772, and other sources and to evaluate the information in the coming months to better identify their own discovery needs in this matter,” and scheduled a telephone conference for January 5, 2022 “to discuss dates for the completion of discovery after the parties have had a chance to engage in the aforementioned exchange and evaluation” (*Schwab*, ECF No. 25);

WHEREAS, on August 23, 2021, the Court issued a letter order scheduling an initial conference for September 1, 2021 in *California Public Employees’ Retirement System v. Celgene Corp., et al.*, Civil Case No. 21-cv-9606-JMV-JBC (“*CalPERS*”) (*CalPERS*, ECF No. 8), one of the Direct Actions;

WHEREAS, on September 1, 2021, the parties in *CalPERS* informed the Court that they were conferring as to whether the Direct Actions should be coordinated or consolidated for pre-trial purposes, and requested that the Court adjourn the initial conference in *CalPERS* to allow additional time to meet and confer (*CalPERS*, ECF No. 9);

WHEREAS, on September 2, 2021, the Court entered an order in *CalPERS* directing the parties to advise the Court no later than October 6, 2021 whether they had reached an agreement concerning coordination or consolidation of the Direct Actions for pre-trial purposes (*CalPERS*, ECF No. 10);

WHEREAS, Fed. R. Civ. P. 42(a) allows for consolidation of actions that involve “a common question of law or fact,” and each of the Direct Actions raises nearly identical questions of law and fact;

WHEREAS, the parties now agree that consolidation of the Direct Actions for pre-trial purposes is appropriate and will contribute to the efficient litigation of the Direct Actions;

IT IS HEREBY STIPULATED AND AGREED, by the undersigned counsel on behalf of the parties, as follows:

1. Pursuant to Fed. R. Civ. P. 42(a), these cases are hereby consolidated into the *Schwab* action, Civil Case No. 2:20-cv-3754, for pre-trial proceedings before this Court.

2. Future pre-trial pleadings in the Direct Actions shall be filed only on the docket of the *Schwab* action and shall bear the following caption:

**UNITED STATES DISTRICT COURT
DISTRICT OF NEW JERSEY**

SCHWAB CAPITAL TRUST, *et al.*,

Plaintiffs,

v.

CELGENE CORPORATION, *et al.*,

Defendants.

Civil Case No. 2:20-cv-3754

THIS DOCUMENT RELATES TO:

3. Future direct actions raising common questions of law and fact to the Direct Actions, and which are later removed to or transferred to this Court, or directly filed in the District of New Jersey, shall be deemed related cases to this action, within the meaning of L. Civ. R. 40.1(c), and will automatically be consolidated with the Direct Actions without the necessity of future motions or orders;
4. When a pleading relates to all of the Direct Actions, the words "All Direct Actions" shall appear directly below the docket number in the caption. When the pleading relates to only some, but not all, of the Direct Actions, the docket number for each action to which the pleading relates shall appear directly below the docket number in the caption;
5. All discovery produced by Defendants to date in the *Schwab* action shall be deemed produced in all of the Direct Actions and shall be produced in any direct action filed in the future that is consolidated with the Direct Actions in accordance with Section 3 of this Stipulation and Order, provided that each plaintiff execute a confidentiality order substantially in the same form as the confidentiality order filed in the *Schwab* action (*Schwab*, ECF No. 28). Any additional fact discovery, if any, sought by Plaintiffs in the Direct Actions, or by plaintiffs in any action filed in the future that is consolidated with the Direct Actions in accordance with Section 3 of this Stipulation and Order, shall be limited to non-duplicative discovery concerning allegations not at issue in the Class Action.¹

¹ Defendants are not agreeing to any additional discovery beyond that provided from the Class Action. Defendants reserve all rights to oppose any request for any additional non-duplicative discovery.

6. The initial conference scheduled for November 30, 2021 in *DFA Investment Dimensions Group Inc. v. Celgene Corp.*, Civil Case No. 21-cv-13739-JMV-JBC (see ECF No. 13 in that action) and the initial conference scheduled for December 6, 2021 in *American Century Mutual Funds Inc. v. Celgene Corp.*, Civil Case No. 21-cv-13785-JMV-JBC (see ECF No. 10 in that action), are adjourned.
7. The telephone conference scheduled for January 5, 2022 in the *Schwab* action to discuss dates for the completion of discovery shall apply to all of the Direct Actions.

DATED: October 6, 2021

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Counsel for Defendants

SO ORDERED



HON. JAMES B. CLARK, III
United States Magistrate Judge

dated: october 7, 2021 5